

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re

TPC GROUP INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 22-10493 (CTG)

Jointly Administered

NOTICE OF **SECOND²** AMENDED AGENDA FOR HEARING
SCHEDULED FOR SEPTEMBER 29, 2022, AT 3:00 P.M. EASTERN TIME

THIS HEARING WILL BE CONDUCTED ENTIRELY OVER ZOOM AND REQUIRES ALL PARTICIPANTS TO REGISTER IN ADVANCE. PLEASE REGISTER AS SOON AS POSSIBLE.

COURTCALL WILL NOT BE USED FOR THIS HEARING.

Please use the following link to register for this hearing:

https://debuscourts.zoomgov.com/meeting/register/vJltdOuvrTIqGd716965HIIdMo-Bzf_3B52c

After registering your appearance by Zoom, you will receive a confirmation email containing information about joining the hearing.

**YOU MUST USE YOUR FULL NAME WHEN LOGGING INTO ZOOM OR
YOU WILL NOT BE ALLOWED INTO THE MEETING.**

Topic: TPC Group, Inc.

Time: September 29, 2022 at 3:00 PM Eastern Time (US and Canada)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: TPC Group Inc. (3618); TPC Holdings, Inc. (7380); TPC Group LLC (8313); Texas Butylene Chemical Corporation (7440); Texas Olefins Domestic International Sales Corporation (4241); TPC Phoenix Fuels LLC (9133); Port Neches Fuels, LLC (1641); and TP Capital Corp. (6248). Each Debtor's corporate headquarters and mailing address is 500 Dallas St., Suite 2000, Houston, Texas 77002.

² Amended items in **bold**.

MATTERS GOING FORWARD

1. Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 491](#)– filed July 22, 2022].

Objection Deadline: August 5, 2022 at 4:00 p.m. (ET); extended by agreement among the parties to August 10, 2022 at 4:00 p.m. (ET) for the U.S. Trustee, the UCC, and Cerberus and Bayside.

Objections/Responses Received:

- i. United States Trustee’s Objection to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 606](#) – filed August 9, 2022];
- ii. Objection of Cerberus Capital Management, L.P. and Bayside Capital, Inc. to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 616](#) – filed August 10, 2022];
- iii. Objection and Reservation of Rights of the Official Committee Of Unsecured Creditors to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 620](#) – filed August 10, 2022]; and
- iv. Objection and Reservation of Rights of Mockingbird Credit Opportunities Company to the Debtors’ Backstop Motion [[D.I. 624](#) – filed August 10, 2022].

Related Documents:

- i. Declaration of Zul Jamal in Support of the Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 492](#) – filed July 22, 2022]; and
- ii. Notice of Filing of Revised Exhibit D to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV)

Authorizing Debtors to Conduct Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 493](#) – filed July 22, 2022];

- iii. Notice of Hearing on Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 815](#) – filed September 21, 2022];
- iv. Notice of Filing of Revised Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 839](#) – filed September 26, 2022];
- v. Omnibus Reply of Debtors to Objections to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 840](#) - filed September 26, 2022]; **and**
- vi. **Notice of Filing of Revised Proposed Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 867](#) – filed September 29, 2022].**

Status: This matter is expected to go forward on a consensual basis. The Debtors have resolved the objections filed by the U.S. Trustee and Official Committee of Unsecured Creditors and have filed a revised form of order granting the relief requested in the motion.

Dated: September 29, 2022
Wilmington, Delaware

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